

Private and Confidential

10 February 2025

Anhui Expressway Company Limited

520 Wangjiang West Road,
Hefei, Anhui,
The People's Republic of China

Attn: The Directors

Dear Sirs or Madam,

We refer to the circular (“**Circular**”) of Anhui Expressway Company Limited (the “**Company**”) dated 10 February 2025. Capitalised terms used in this letter shall have the same meanings as those set out in the Circular unless otherwise specified.

We have been appointed as the Financial Adviser to the Company in relation to the discloseable and connected transaction as described in the Circular.

We are licensed under the SFO in Hong Kong as a licensed corporation to carry out Type 1 (dealing in securities) and Type 6 (advising on corporate finance) of the regulated activities as set out in Schedule 5 to the SFO.

We hereby consent, and confirm that we have not withdrawn our consent to the issue of the Circular with references to our name in the form and context in which they respectively appear.

Yours faithfully,

For and on behalf of
Guoyuan Capital (Hong Kong) Limited


Name: Wong King Chung
Position: Managing Director

Guoyuan Capital (Hong Kong) Limited

國元融資(香港)有限公司

17 Floor, Three Exchange Square, 8 Connaught Place, Hong Kong

香港康樂廣場 8 號交易廣場第三座 17 樓

Tel 電話: 3769 6888 Fax 傳真: 3769 6980

Expert Consent Letter

10 February 2025

The Board of Directors
Anhui Expressway Company Limited

Dear Sirs and Madams,

Company: Anhui Expressway Company Limited (the "Company" and together with its subsidiaries, the "Group") (Stock Code: 995)

Acquisition of 100% Equity Interests in Two Companies Operating Expressways in Anhui Province, The PRC

We refer to the circular (the "Circular") of the Company dated 10 February 2025 in respect of the acquisition of 100% equity interests in two companies operating expressways in Anhui Province, The PRC. Unless the context otherwise requires, the capitalized terms used in this letter shall have the same meaning as those defined in the Circular.

We hereby confirm that we have given and have not withdrawn our consent to the issue of the Circular with the inclusion of our letter or opinion and/or the reference to our name, logo, qualifications and opinions in the form and context in which they respectively appear.

As at the Latest Practicable Date, we did not have any shareholding in any member of the Group or any right (whether legally enforceable or not) to subscribe for or nominate persons to subscribe for securities in any member of the Group.

As at the Latest Practicable Date, we did not have any direct or indirect interest in any assets which have been, since 31 December 2023 (being the date to which the latest published audited consolidated financial statements of the Group were made up), acquired or disposed of by or leased to any member of the Group, or which were proposed to be acquired or disposed of by or leased to any member of the Group.

We further consent to this letter being submitted to the Stock Exchange, and/or made available for inspection or display (if required).

Except as stated above, our view is not to be quoted or referred to, in whole or in part, nor shall our view or this consent letter be used for any other purpose, without our prior consent.

Yours faithfully,

For and on behalf of

Anhui Zhonglian Guoxin Assets Valuation Company Limited* (安徽中联国信资产评估有限责任公司)



Name:

Title:



华杰工程咨询有限公司

CHELBI ENGINEERING CONSULTANTS, INC.

2025 年 2 月 10 日

中国安徽省合肥市望江西路 520 号
安徽皖通高速公路股份有限公司
董事会

敬启者：

关于：安徽皖通高速公路股份有限公司（“贵公司”，及其子公司合称为“贵集团”） -

须予披露及关联交易：收购两间于中国安徽省经营高速公路的公司之 100% 股权

兹提述贵公司于 2025 年 2 月 10 日就上述事项发出的通函（“通函”）。除非另有说明，本函中使用的词汇与通函中定义的含义相同。

我方确认，截至最后实际可行日期，我方(i)没有直接或间接持有贵集团内任何成员公司的股份，也没有认购或提名其他人士认购贵集团内任何成员公司的证券的任何权利（无论是否具有可依法强制执行）；及(ii)自 2023 年 12 月 31 日（即贵集团最近期公布的经审计综合财务报表的结算日）起，在由贵集团内任何成员公司收购或出售或租用的任何资产中，或在由贵集团内任何成员公司拟收购或出售或租用的任何资产中，并无任何直接或间接获益。

我们在此同意在通函中刊载我们的报告及/或意见，以及在通函中呈现的与我们名称相关的所有引用，并确认我们没有撤回我们的书面同意。

我们进一步同意将本函件提交联交所，及/或供查阅或展示（如有需要）。

此致

代表
华杰工程咨询有限公司

车流量评估师（签名）：

汪磊



申萬宏源香港
SHENWAN HONGYUAN

Shenwan Hongyuan Capital (H.K.) Limited

10 February 2025

Anhui Expressway Company Limited

520 Wangjiang West Road,
Hefei, Anhui, the PRC

Dear Sir/Madam,

**DISCLOSEABLE AND CONNECTED TRANSACTION:
ACQUISITION OF 100% EQUITY INTERESTS IN TWO COMPANIES
OPERATING EXPRESSWAY IN ANHUI PROVINCE, THE PRC**

We refer to the circular to be issued by Anhui Expressway Company Limited (the *Company*) on 10 February 2025 (the *Circular*) in connection with the captioned matter. Unless otherwise stated, terms defined in the Circular have the same meanings in this letter.

We hereby give our consent and confirm that we have not withdrawn our consent to the issue of the Circular with the inclusion of the text of our letter and the references to our name(s) in the form and context in which they respectively appear in the Circular.

Yours faithfully,
for and on behalf of

Shenwan Hongyuan Capital (H.K.) Limited



Donald Leung
Executive Director